

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT7002373

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST
CONVEYING PARTY DATA	
Name	Execution Date
HBM GENOMICS LTD., AS ADMINISTRATIVE AGENT	11/02/2021
RECEIVING PARTY DATA	
Name:	XCELL BIOSCIENCES, INC.
Street Address:	455 MISSION BAY BLVD S, 3RD FL.
City:	SAN FRANCISCO
State/Country:	CALIFORNIA
Postal Code:	94158
PROPERTY NUMBERS Total: 6	
Property Type	Number
Application Number:	14163456
Application Number:	15566337
Application Number:	15789464
Application Number:	62840782
Application Number:	62976690
Application Number:	15629240
CORRESPONDENCE DATA	
Fax Number:	(214)981-3400
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	214-981-3483
Email:	dclark@sidley.com
Correspondent Name:	DUSAN CLARK, ESQ.
Address Line 1:	SIDLEY AUSTIN LLP
Address Line 2:	2021 MCKINNEY AVE., SUITE 2000
Address Line 4:	DALLAS, TEXAS 75201
ATTORNEY DOCKET NUMBER:	96653-10100
NAME OF SUBMITTER:	DUSAN CLARK
SIGNATURE:	/Dusan Clark/
DATE SIGNED:	11/02/2021

Total Attachments: 8

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TERMINATION AND RELEASE OF INTELLECTUAL PROPERTY SECURITY
AGREEMENT

This TERMINATION AND RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT (this “Termination and Release”), dated as of November 2, 2021, is made by HBM GENOMICS LTD., as administrative agent under the Notes (as defined below) (in such capacity, the “Agent”), in favor of XCELL BIOSCIENCES, INC., a Delaware corporation (the “Grantor”). Capitalized terms used in this Termination and Release and not otherwise defined herein are used as defined in the IPSA (as defined below).

WHEREAS, pursuant to that certain Secured Convertible Note Purchase Agreement, dated as of May 20, 2020 (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “Note Purchase Agreement”) and each Secured Convertible Promissory Note by and between each Holder and the Grantor issued in accordance with the Note Purchase Agreement (in each case, as the same may be amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, each individually, a “Note” and, collectively, the “Notes”), the Grantor executed and delivered that certain Intellectual Property Security Agreement, dated as of May 20, 2020 (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “IPSA”), in favor of the Agent, pursuant to which the Grantor granted the Agent, for the benefit of the Holders, a security interest in all of the Grantor’s right, title and interest in, to and under all of its Intellectual Property Collateral.

WHEREAS, the IPSA was recorded with the United States Patent and Trademark Office (“USPTO”) on June 23, 2020, at Reel 053014, Frame 0865;

WHEREAS, the Grantor has requested that the Agent hereby terminate, release and discharge fully its security interests in and liens on all right, title and interest of the Grantor in, to and under all of the Intellectual Property Collateral as herein provided; and

WHEREAS, the Grantor has requested that the Agent provide a document suitable for recording with the USPTO to evidence such termination, release and discharge of the Agent’s security interests in and liens on the Intellectual Property Collateral as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent, without any representation, recourse or warranty whatsoever hereby:

1. irrevocably terminates the IPSA and irrevocably releases, terminates and discharges all of its liens and security interests in the Grantor’s right, title and interest in, to and under the Intellectual Property Collateral, and all goodwill associated therewith, including, without

limitation, the Copyrights, Trademarks, Patents and Mask Works listed on Schedule A granted to it pursuant to the IPSEA and assigns, grants and conveys to the Grantor, any and all of the its right, title, and interest in and to the Intellectual Property Collateral;

2. agrees to take all further commercially reasonable actions, and provide to the Grantor and its successors, assigns or other legal representatives, all such commercially reasonable cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Grantor, at the Grantor's expense, to more fully effectively effectuate the purpose of this Termination and Release; and
3. authorizes and requests that this Termination and Release be recorded by the Grantor, at the Grantor's expense, at the USPTO.

THIS TERMINATION AND RELEASE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HEREUNDER SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE INTERNAL LAWS (AND NOT THE CONFLICT OF LAW RULES) OF THE STATE OF DELAWARE.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

HBM GENOMICS LTD.,
as Agent

By: _____

Name:

Title:

[Signature Page to Termination and Release of Intellectual Property Security Agreement]

PATENT
REEL: 057995 FRAME: 0020

SCHEDULE A TO
TERMINATION AND RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

Copyrights

None

Patents

Document No.	File Date	Title	App Serial No.	Application Pub. No.	Publish or Grant Date
US20140212895A1	2014-01-24	Cancer analysis system	14/163456		2014-07-31
US9857360B2	2014-01-24	Cancer analysis system (granted).	14/163456	US2014/ 0212895 A1	2018-01-02
WO/2014/117021A2	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	US2014/013048		2014-07-31
WO/2014/117021A3	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	US2014/013048		2014-10-09
AU2014209218A1	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	AU2014209218A		2015-07-02
AU2014209218B2	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	AU2014209218A	AU2014209218 A1	2018-06-07
CA2895791A1	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	CA2895791A		2014-07-31
CN104956226A	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	CN201480006151A		2015-09-30
CN104956226B	2014-01-24	Methods, compositions, kits and systems for the selective enrichment of target cells	CN201480006151A	CN104956226 A	2018-02-02
CN108165603A	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	CN201711433018A		2018-06-15
EP2948776A2	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	EP20140743533		2015-12-02
EP2948776A4	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	EP14743533A		2016-08-24
EP2948776B1	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	EP20140743533	EP2948776 A2; EP2948776 A4	2019-12-04
EP2948776B8	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	EP20140743533	EP2948776 A2; EP2948776 A4	2020-02-26
GB2516196A	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	GB201419892A		2015-01-14
GB2516196A8	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	GB201419892A		2015-02-18

Document No.	File Date	Title	App Serial No.	Application Pub. No.	Publish or Grant Date
GB2516196B	2014-01-24	Methods, compositions, kits, and systems for selective enrichment of target cells	GB201419892A	GB2516196 A; GB2516196 A8	2015-09-09
US20180100134A1	2016-04-15	Cancer cell enrichment system	15/566337		2018-04-12
EP3283611A4	2016-04-15	Cancer cell enrichment system	EP20160780896		2018-12-26
EP3283611A1	2016-04-15	Cancer cell enrichment system	EP20160780896		2018-02-21
WO/2016/168687A1	2016-04-15	Cancer cell enrichment system	US2016/027881		2016-10-20
CA2982365A1	2016-04-15	Cancer cell enrichment system	CA2982365A		2016-10-20
CN107636139A	2016-04-15	Cancer cell enrichment system	CN201680034298A		2018-01-26
GB2555728A	2016-04-15	Cancer cell enrichment system	GB201718457A		2018-05-09
AU2016249278A1	2016-04-15	Cancer cell enrichment system	AU2016249278A		2017-11-02
US20180066223A1	2017-10-20	Cancer cell enrichment system	15/789464		2018-03-08
US20170369904A1	2017-06-21	Methods for increasing cell culture transfection efficiency and cellular reprogramming	15/629240		2017-12-28
WO/2017/223199A1	2017-06-21	Methods for increasing cell culture transfection efficiency and cellular reprogramming	US2017/038542		2017-12-28
WO/2019/126146A1	2018-12-18	Methods of modulating cell phenotype by way of regulating the gaseous environment	US2018/066197		2019-06-27
WO/2019/152920A1	2019-02-04	Multiple incubator cell culture system with atmospheric regulation operated by an integrated control system	US2019/016505		2019-08-08
62/840,782	2019-04-30	Modulating a cell phenotype in vitro by regulating the atmospheric environment to make the phenotype suitable for therapeutic use (US Provisional)			
<i>Regular application, to be filed ...</i>	2020-04-29	Modulating a cell phenotype in vitro by regulating the atmospheric environment to make the phenotype suitable for therapeutic use			
62/976,690	2020-02-14	Gas and liquid flow regulation system for cell culture. (US Provisional)			
<i>Regular application, to be filed ...</i>	2021-02-13	Gas and liquid flow regulation system for cell culture.			

Trademarks

<u>Description</u>	Registration/ Application <u>Number</u>	Registration/ Application <u>Date</u>
Xcell Biosciences*	N/A	N/A
Xcellbio*	N/A	N/A
Xcell Bio*	N/A	N/A
AVATAR*	N/A	N/A
AVATAR Cell Control System*	N/A	N/A
KALI Cell Foundry*	N/A	N/A
AVATAR AI*	N/A	N/A

Mask Works

None